

1 whether he wanted to pursue or thought it was a good idea
2 for Crystal Radio Group to pursue WRBR?

3 A A couple of days later he brought those back and
4 threw them at me on my desk. He said he looked those over
5 and that looked like a dog.

6 Q When did you next have any contact with anyone
7 regarding your potential purchase of WRBR?

8 A It was in late July of '93.

9 Q Who was that contact with?

10 A John Dille. I received a phone call one day from
11 John Dille.

12 Q You said you received a phone call. I assume you
13 had known Mr. Dille before this contact?

14 A I know who John Dille was and I did -- when I saw
15 John, I was able to carry on a conversation with him. We
16 weren't friends but I did know John, yes.

17 Q At this time, I think you said the summer of '93,
18 approximately how long had you known each other?

19 A Well, John had been involved with -- because he
20 was an owner of some Michigan radio stations, he had been
21 involved with the Michigan Broadcasters Association and he
22 used to attend many of the functions, the conventions and
23 conferences that we had, so I got to know John through that,
24 that way, and we would -- when we would see each other, we
25 would always have a conversation of some sort. It was just

1 general light conversation about radio.

2 John also -- back in the years, and I can't even
3 tell you what years it were, but Michigan and Indiana were a
4 combined state for membership for representation as a board
5 seat for the National Association of Broadcasters. And John
6 was a candidate at one time for a board seat, and he had
7 called me because of our knowledge of each other, I guess,
8 and I'm sure he was calling everyone. He had his political
9 hat on and he was soliciting votes for a seat on the board
10 of directors for the National Association of Broadcasters.
11 And, again, that was when Indiana and Michigan were one
12 district.

13 Q It sounds like he was calling you because at that
14 time you would vote along with Indiana to send a
15 representative to the board.

16 A And he was calling for my help, support, you know,
17 obviously to vote.

18 Q Did you end up supporting him?

19 A No, I did not.

20 (Laughter.)

21 Q Again, at the time of this contact with Mr. Dille
22 in the summer of '93, what did you know about him? What did
23 you know about him and his family?

24 A Well, John was -- John had a lot of respect from a
25 lot of people, and I've never heard anyone speak a bad word

1 about the Dille family or John himself. He's a very
2 respected, very well known broadcaster, very prominent in
3 the industry, very prominent in his community, so I put him
4 in very high regard. He was always somebody that, even
5 though you didn't know him well, you could talk to him and
6 feel like he was a good friend.

7 Q Were you aware if he had any other business
8 interests other than the radio stations?

9 A At that time I really didn't know too much about
10 his background. I guess I did understand that he had a
11 local, or was connected with a local newspaper in Indiana.

12 Q Now, at the time, I guess, focusing on the time
13 that you were having this conversation with him, this call
14 from him in December of '93, I'm going to ask you some
15 questions about the nature of your --

16 A That was in July.

17 Q July of '93.

18 A Of '93.

19 Q Some questions about the nature of your
20 relationship with Mr. Dille.

21 At that point did you socialize with Mr. Dille?

22 A No.

23 Q Had he ever been over to your house for dinner at
24 that point?

25 A No.

1 Q Had you ever been to his house?

2 A Never been to his house, no.

3 Q Had you exchanged regular telephone calls with
4 him?

5 A No.

6 Q How about letters or cards?

7 A No letters or cards other than maybe a
8 solicitation for a vote, no.

9 Q Were you aware of whether he had done any favors
10 for you before this time?

11 A Not that I was aware of, no.

12 Q Had you done him any, beside the possibility of
13 not voting for him --

14 A No.

15 Q -- for the NAB board?

16 A I'm sure I didn't.

17 Q Now, you mentioned that this meeting was in July
18 of 1993; is that correct?

19 JUDGE CHACHKIN: Those phone calls you mean?

20 MR. HALL: I'm sorry. You're right. A phone
21 call. Thank you, Your Honor.

22 BY MR. HALL:

23 Q Did this phone call with Mr. Dille lead to a
24 meeting?

25 A I recall that John called me and said that he

1 understood at one time I had some interest in WRBR. I asked
2 him how he knew that, and he said he had talked to Mr.
3 Ritter, Bob Ritter, and he told him that Bob had talked to
4 me about WRBR Radio. And I said, "Well, John, I guess I had
5 at one time, and I received some information about the
6 station."

7 He informed me that he -- he would like to buy
8 that and he said that he was working with John Booth at that
9 time with a joint sales agreement, and that's the first
10 knowledge. That was not divulged in the information I had
11 received from Rob Ritter, anything about this joint sales
12 agreement. And he said he was going to be in Grand Rapids,
13 I think, going to Grand Rapids that day or something and
14 wanted to know if I was available that afternoon and maybe
15 we could get together and have a coke or whatever and talk.

16 And I said I thought it -- yeah, sure, I thought,
17 well, I'd stop and have a coke with John Dille. That would
18 be, that would be fine. So that's how that conversation
19 went.

20 Q So you ended up meeting with Mr. Dille that same
21 day?

22 A Whether the phone call came that day or whether it
23 came the day before, It might have come that day. I met
24 with John late afternoon on the date of the 28th, yes.

25 Q What did you and Mr. Dille talk about during

1 this -- I'm sorry. You said the meeting was on the 28th; is
2 that correct?

3 A Late July.

4 Q I don't want to play hide the ball with you. Are
5 there documents that will help you pinpoint with more
6 certainty what date it was?

7 A Well, I found an appointment calendar that I had
8 written "John Dille, 5:15" on a certain date, and if that's
9 it, that's fine.

10 Q I think it's -- It's one of the documents. Why
11 don't we take a look at it in the Pathfinder's volume. I
12 think that's one of the volume up there near you.

13 MR. HALL: It's Exhibit 10, Your Honor, in the
14 Pathfinder volume.

15 MR. SHOOK: I think we may have a duplicate
16 document in our Mass Media exhibits.

17 JUDGE CHACHKIN: Well, whatever.

18 BY MR. HALL:

19 Q Do you see that document, Mr. Hicks?

20 A Yes.

21 Q And looking at the first page of that exhibit, can
22 you identify that page?

23 A Well, that's a page out of an appointment
24 calendar, July 26 through the 1st of August.

25 Q And does this document help you pinpoint when the

1 meeting with Mr. Dille occurred?

2 A Well, in my writing it shows "John Dille, 5:15."

3 Q On what date?

4 A On the 28th.

5 Q Now, what did you and Mr. Dille discuss during the
6 first face-to-face meeting with him about WRBR?

7 A I recall at that -- I met John at the Holiday Inn
8 outside Kalamazoo, and we exchanged pleasantries and talked
9 a little bit about, you know, radio and all, and I asked
10 him, I was surprised to learn that he had any involvement at
11 all in WRBR, and he said, well, he looked at that radio
12 station for some time, and the station was not really doing
13 that well, nor was the station that he had doing very, very
14 well. And we kind of talked about those things, what needed
15 to be done, and talked about some new things that were on
16 the horizon as far as operation goes.

17 And then he mentioned this joint operating
18 agreement that he had with John Booth.

19 Q Is that the same as the joint sales agreement?

20 A Excuse me. Joint sales agreement.

21 And he started to explain that, and I was very
22 curious because I had known about local marketing
23 agreements, LMAs at that time, but I really was not up to
24 speed about anything else that had come about, joint
25 operating agreements or joint sales agreements or -- you

1 know, and we had just gotten in to the dualopolies. So
2 things were really changing quite fast in our business.

3 This was kind of new to me and I was very curious
4 about it. And he tried to explain it, but he thought that
5 he could maybe do a better job if he had some diagrams and
6 things like that. So it was just one of these that he was
7 doing this and he thought that there was a lot of
8 possibilities for two radio stations that weren't doing very
9 well up against some big operators in the community, and
10 this is really a survival method to save small radio, and he
11 was very concerned that he couldn't buy that radio station
12 and someone else might come along that might not want to
13 continue that joint operating agreement that he really
14 believed in, and he wanted to see and make that work.

15 So I mean, he was a cheerleader for the joint
16 sales agreement, if I recall, at that time. And again, I
17 didn't know anything about it so I was just kind of a
18 listener.

19 Q You mentioned that he had --

20 JUDGE CHACKIN: Well, wait a minute.

21 MR. HALL: I'm sorry.

22 JUDGE CHACKIN: I don't think --

23 MR. HALL: I didn't mean to interrupt you.

24 BY MR. HALL:

25 Q Did you finish your answer, Mr. Hicks?

1 A Yes.

2 Q I'm sorry.

3 JUDGE CHACHKIN: You're still discussing what took
4 place during that conversation.

5 THE WITNESS: Okay. So it really kind of
6 involved, you know, his involvement there and the fact that
7 he would have liked to have bought that radio station, and
8 evidently found out he could not do that because of his
9 ownership in the newspapers and the cross-ownership rules
10 and that sort of thing.

11 So as I say, I was a listener, and I did say I was
12 interested in the joint -- seeing how that joint sales
13 agreement worked.

14 BY MR. HALL:

15 Q Did the two of you discuss at all at this meeting
16 precisely what he had in mind what your involvement would be
17 in the entity that would purchase WRBR?

18 A If it was, it was very sketchy. If I was
19 interested, maybe in the past, maybe some of the things that
20 he had talked to John Booth about in regard to the terms of
21 this, and maybe a different price than what I knew or was
22 offered or given, would that renew my interest possibly in
23 this.

24 Q He mentioned things that he had discussed with Mr.
25 Booth in the past. What sorts of things were they?

1 A Well, he asked me, you know, I think I said I
2 thought that was about a million dollars, and I think they
3 wanted cash, and I thought that -- up till that point --
4 till then I was even aware that this joint sales agreement
5 was there, and I thought I was looking at a stand-alone
6 operation, and I said, you know, this isn't going to work.
7 I mean, there's just now way.

8 And he said he had negotiated better terms with
9 Mr. Booth. And I'm not really sure he was willing to
10 divulge them entirely to me at the time, but he began to say
11 that they were going to be better than what -- what I had --
12 what I had thought.

13 Q Did you discuss at this meeting any possibility of
14 doing additional cost saving measures above and beyond what
15 had been done in the joint sales agreement?

16 A No, I don't think that at that meeting there was
17 any discussion of that at all.

18 Q Did you discuss at this meeting what -- how the
19 entity that would hold the license would look like, who
20 would be the participants in it, that sort of thing?

21 A No, because I really had not indicated any
22 interest other than I -- I was just a listener at that
23 point.

24 Q How did the -- how were things left at the
25 conclusion of this meeting?

1 A He said he'd like to work on that joint sales
2 agreement because I think he knew I was really interested in
3 that, and he would put together some documents and show me
4 how that worked, and is there enough interest, you know,
5 another meeting, and i said, "Well, sure, I'd be happy to
6 have another meeting with you, and we can do that. Sure."
7 We kind of -- we kind of left it at that.

8 Q Had you reviewed any documents concerning the
9 station other than what Mr. Ritter had sent to you?

10 A No.

11 Q Had you reviewed any of the deal documents, if you
12 will, that Mr. Dille might have negotiated with Mr. Booth
13 concerning the sales information?

14 A No.

15 Q At this point at the conclusion of the July 28th
16 meeting, had you agreed to do a deal with Mr. Dille and
17 members of his family to buy WRBR?

18 A Oh, no.

19 Q Had you agreed to anything at this point other
20 than to have another meeting?

21 A The only -- I just said sure, I'd be happy to
22 have, you know, another meeting with him, and that was kind
23 of it.

24 Q When was the next time you had a face-to-face
25 meeting with Mr. Dille concerning the subject of WRBR?

1 A It might have been early September.

2 Q Do you think your Day-Timer would help you --

3 A I think it would.

4 Q -- remember?

5 MR. HALL: It's Pathfinder Exhibit 10, again, Your
6 Honor.

7 BY MR. HALL:

8 Q And I believe page 2 of this exhibit.

9 Have you located page 2 of Exhibit Pathfinder 10?

10 A I have.

11 Q Can you identify that page for us?

12 A That's another page from an appointment calendar
13 from August 30th through September 5th.

14 Q Is this your handwriting on the document?

15 A Yes.

16 Q There is an entry under September 2nd. Can you
17 read for us what that entry says? Not the part about the
18 hair cut.

19 A It says, "School Craft."

20 Q What did that mean to you?

21 A School Craft is a small suburb south of Kalamazoo,
22 between Elkhart and Kalamazoo on the south side.

23 Q What's --

24 A U.S. 31, it looks like.

25 Q Is that a highway in there?

1 A Yes. Eight o'clock, 8 a.m., it looks like. Then
2 it says "Bells," and I'm not sure what that means underneath
3 it, and then below that it looks like "West side out of
4 McDonald's. I wasn't -- I had never been to Bells, so I
5 think that was directions for me on how to get to Bells
6 Diner.

7 Q That's what I was going to ask you. Bells is a
8 diner?

9 A A diner.

10 Q Okay. And does this help you remember when you
11 had your next face-to-face meeting with Mr. Dille?

12 A This -- this, to my knowledge, was our next face-
13 to-face meeting.

14 Q How did this meeting get set up?

15 A I think we had -- we had a telephone conversation
16 to set this up.

17 Q About how far in advance of the meeting, if you
18 can recall, did you have that phone call?

19 A Oh, I don't know. It might have been a couple of
20 days before, a week. I'm not sure.

21 Q There is a reference on that same page of the
22 exhibit on August 31st. Can you read what that word says
23 there?

24 A "Closing."

25 Q Is that referring to the Crystal Radio Group

1 closing?

2 A Yes.

3 Q Now, between the time of July 28th, your first
4 meeting, and the time that you had your second meeting on
5 September 2nd, do you recall whether you and Mr. Dille had
6 any telephone calls regarding substantive matters, apart
7 from scheduling matters, regarding the WRBR deal?

8 A I don't recall hearing from Mr. Dille -- I don't
9 recall hearing from Mr. Dille from the August 28th meeting
10 until we set this meeting here.

11 Q You said August 28th. You meant the July 28th
12 meeting?

13 A Excuse me. The July 28th meeting.

14 Q Do you remember receiving anything in the mail
15 from Mr. Dille concerning WRBR?

16 A No.

17 Q Did you send anything yourself to Mr. Dille about
18 RBR, your interest in the station?

19 A No.

20 Q During this period from July 28th through
21 September 2nd, did you have any discussions with Mr. Booth
22 or Mr. Ritter or anyone else representing Mr. Booth's
23 interests concerning WRBR?

24 A No.

25 Q Did you have a discussion with anyone other than

1 MR. Dille representing the interests of Mr. Dille or his
2 family concerning WRBR?

3 A No.

4 Q What do you remember about this second meeting,
5 the one in the diner in School Craft?

6 A Well, I do remember this because he did provide
7 what he said he was going to provide, and that was a sketch
8 of the joint sales agreement.

9 Q A sketch of the joint sales agreement?

10 A A sketch of how it worked with the two entities,
11 WLTA at that time, and WRBR working as separate entities
12 into a single entity called Radio One, which I think we've
13 gone through.

14 Q Yes, I think we have.

15 Can you turn to Exhibit 67 in the Pathfinder
16 volumes, in the volume you've got opened already?

17 Do you have that document, sir?

18 A Yes.

19 Q Will you identify the document for us?

20 A This is a copy of the document that was presented
21 to me, his sketch on how the joint sales agreement venture
22 worked.

23 Q And again, as you noted, we have been through a
24 hearing already in great detail on how the JSA works. I'm
25 not going to ask you to run through it again. But if you

1 can just briefly describe for me what you understood the two
2 parts, the two halves of this document to show, and I'm sort
3 of separating them. The top half ending where the numbers
4 begin, the 12,025, the 54 numbers half way down the page.

5 What is that top half of the document? What did
6 that mean to you when Mr. Dille showed that to you? What
7 was he trying to accomplish by showing that to you?

8 A Well, he was showing on how the Radio One venture
9 is a sales arm work, and how the revenues were obtained and
10 the expenses out of those revenues and how it filtered down
11 to a formula which was based on Arbitron ratings.

12 Q Is that what the bottom half of the page --

13 A Right.

14 Q -- signifies?

15 A And then how it filtered out to the entity A and
16 the entity B.

17 MR. HALL: Your Honor, at this time we'd like to
18 move Exhibit 67 into evidence.

19 JUDGE CHACKIN: Any objection?

20 MR. SHOOK: No objection.

21 JUDGE CHACKIN: Pathfinder Exhibit 67 is
22 received.

23 //

24 //

25 //

1 (The document referred to,
2 having been previously marked
3 for identification as
4 Pathfinder Exhibit No. 67, was
5 received into evidence.)

6 MR. HALL: I guess, for housekeeping purposes,
7 Your Honor, I'd like to move the first two pages of
8 Pathfinder 10 in as well.

9 JUDGE CHACHKIN: Any objection?

10 MR. SHOOK: No objection.

11 JUDGE CHACHKIN: Pathfinder Exhibit 10, the first
12 two pages are received.

13 (The document referred to was
14 marked for identification as
15 Pathfinder Exhibit No. 10,
16 pages 1 and 2 were received
17 into evidence.)

18 BY MR. HALL:

19 Q Apart from providing you with this sketch and
20 discussing you in more detail how the joint sales agreement
21 worked, what else do you recall discussing with Mr. Dille at
22 this meeting?

23 A Well, I spent a great deal of time, if I remember,
24 questioning him about this. And as I said, this is still
25 very, very new to me. I did right off the top remember

1 asking him if this is common and permissible by the
2 Commission's rules, and he said that he went through the
3 same process in his mind and checked it out with his
4 Washington attorneys, and I believe that he even told me at
5 that time because it was in operation with Booth, that the
6 Booth legal counsel, Washington counsel had blessed this
7 concept.

8 And again, I said, "Gee, this is interesting. You
9 know, we are getting some changes in the industry. This is
10 great."

11 We went from there in the conversation to other
12 things that could be done in a consolidation effort of,
13 again, two very small radio stations up against some real
14 giants in the market. And we talked about a whole series of
15 things like how do we combine or is it possible to combine
16 staffs; is it possible to combine facilities, management
17 people. You know, how far can we go with this? And I'm
18 asking these questions and John is a step ahead of me
19 because he had already explored a lot of these things and
20 said that he was thinking the same thing. And if he was
21 able to have done a deal with Booth, that those are the type
22 of things that they were looking at. So I was getting an
23 education.

24 Q Had he mentioned to you whether he had previously
25 proposed to Mr. Booth some of these additional cost saving

1 measures he was discussing with you?

2 A Yes.

3 JUDGE CHACHKIN: Do you want to take a five-minute
4 break?

5 MR. HALL: Yes, exactly. I'm losing track of the
6 clock as well.

7 JUDGE CHACHKIN: We'll take a five-minute break.

8 MR. HALL: Thank you, Your Honor.

9 (Whereupon, a recess was taken.)

10 JUDGE CHACHKIN: On the record.

11 BY MR. HALL:

12 Q Mr. Hicks, I believe before the break I had asked
13 you whether Mr. Dille told you during this meeting whether
14 he had proposed to Mr. Booth some of the same cost saving
15 features in addition to the JSA that he was talking about
16 with you.

17 A I believe in the discussion he had mentioned -- he
18 had mentioned that; that that was his plan, to eventually
19 implement some of these cost saving items. I mean, it was
20 almost, you know, was evident that that was a way of
21 survival.

22 Q Did he discuss with you of Mr. Booth's response to
23 what he had proposed?

24 A I don't recall.

25 Q I think you mentioned that at the first meeting

1 you had had with Mr. Dille he had sort of been hesitant to
2 disclose the precise terms that he had negotiated with Mr.
3 Booth.

4 Did you learn more about those terms at this
5 meeting?

6 A Yes, I did.

7 Q And what do you recall Mr. Dille telling you about
8 that?

9 A John told me that he was -- he thought he had
10 negotiated a very, a very fair deal with John Booth, a
11 \$660,000 price on the radio station, and, again, I was very
12 surprised because I had recalled we were up very close to a
13 million dollars. And he said that it would be with him
14 total seller financed, and I -- that sparked my interest. I
15 thought that was -- and then he said, you know, there were
16 some terms down the line, and he was a little sketchy at
17 that time, a little hesitant, or I don't think he remembered
18 all of the details of the terms, but he said it was a period
19 of time there that there will be no payments; that it would
20 give time for this JSA to hopefully become effective and to
21 begin to generate the cash needed and take care of what was
22 needed as far as the payoff. I think he did mention that it
23 was six months before the first payment was due.

24 Q Do you recall at this point at this meeting
25 whether or not the issue of how the entity that would own

1 the license would be structured and who would be
2 participating in it?

3 A No. Like I said, there were a lot of topics
4 discussed. He -- I think he was still seeking some
5 indication from me that I had interest in this. And I told
6 him somewhere in the conversation that I thought this was
7 very interesting, and that probably -- probably if we were
8 going to discuss this further, that I would suggest that I
9 involve my legal counsel, Rick Brown, who really has done
10 all of my radio deals in the past, knows much more about
11 putting them together than I do, and I used him as a
12 counselor, and I thought, well, you know, this may be the
13 next step.

14 So somewhere I injected that in the conversation,
15 and then I think we stated talking. I think he felt more
16 freely then to talk to me about the deal because he
17 realized, I think, at that point that at least we were going
18 to maybe to a third step.

19 Q Did Mr. Dille raise with you his desire to see his
20 children participate in the venture that might end up
21 purchasing WRBR?

22 A Yes, he did. He mentioned at that time that he --
23 that he would like to see his children involved for an
24 investment type purpose, and not -- and he did say not in
25 the majority ownership, but he thought that if they could

1 have an investment, that this would be a nice thing for his
2 children.

3 Q Did he indicate to you in any way whether at this
4 point that was a deal breaker or something that he had to
5 have?

6 A No, and I don't think it was. I think I indicated
7 to him that I didn't really see a problem with that. I
8 don't know that I totally agreed, but I said I just -- I
9 don't see maybe a problem with that.

10 Q Was the possibility of if his kids did in fact
11 participate giving them an option to buy out the majority
12 shareholder's interest at some point, was that discussed or
13 raised at this meeting?

14 A I'm not sure if at this meeting it was raised. It
15 could have been in that long list of wishes that, you know,
16 eventually maybe they would like to own the radio station,
17 but it was not -- it was never a long discussion. It was a
18 comment along with a lot of other things that we were -- we
19 were talking about.

20 Q Well, in your mind by the end of this September
21 meeting, did you have an agreement with Mr. Dille that his
22 children would participate and would have an option to buy
23 out your shares if you were the majority owner?

24 A No, I had no --

25 MR. SHOOK: Objection. Compound question. Would

1 you please break it up?

2 MR. HALL: Good point. Thank you, Mr. Shook.

3 BY MR. HALL:

4 Q At that point in time, at the close of the
5 September 2nd meeting, let's just focus on the option issue,
6 did you have any agreement with Mr. Dille that his children
7 would have an option to purchase the majority, if you are
8 the majority, shareholder's interest in the entity that
9 would purchase WRBR?

10 A I had no agreements with Mr. Dille at that time
11 about anything, no.

12 Q Did you have an agreement to actually do the deal
13 and acquire WRBR at that time?

14 A No.

15 Q Did the issue of whether Mr. Booth knew about your
16 interest arise at that September 2nd meeting?

17 A Yes, it did.

18 Q And how did that arise?

19 A John again was very concerned that Mr. Booth was
20 marketing the radio stations. He was very eager to sell not
21 only that station but I think he had some stations in
22 Michigan that he was in the same situation, and John was
23 very concerned that someone else that -- who might come in
24 and do a deal with John Booth, and disrupt what he really
25 believed in in this joint sales agreement. And obviously it

1 would have affect his radio station, his very small stand-
2 alone radio station. So I think that's -- you know, that
3 type of thing was discussed.

4 Q Did you end up sending a letter to Mr. Booth at
5 about this time and indicate your interest?

6 A I did.

7 Q Would you turn to Volume 2 of the Mass Media
8 Bureau exhibits? I think that's within your grasp.

9 JUDGE CHACHKIN: What exhibit number?

10 MR. HALL: Fifteen, Your Honor, Mass Media Bureau
11 Exhibit 15.

12 BY MR. HALL:

13 Q Do you have Mass Media Bureau Exhibit 15, Mr.
14 Hicks?

15 A I do.

16 Q Let's make sure we're on the same page.

17 Can you tell us what your Exhibit 15 says, what it
18 is?

19 A This is a copy of an original letter drafted by
20 myself that I sent to Mr. Booth.

21 Q I notice the letter is not signed. Do you
22 remember if you actually sent a copy to Mr. Booth?

23 A Yes, I do.

24 Q Look at the first paragraph of the document, Mr.
25 Hicks.

1 A Yes.

2 Q Let me ask you a general question. Who drafted
3 this letter?

4 A I did.

5 Q Is the first paragraph of the document, is that
6 accurate? Did you have an interest in WRBR?

7 A This confirmed that I did have an interest, that's
8 correct.

9 Q Did you have anything more than an interest at
10 that point?

11 A I had nothing more than an interest.

12 Q Look at the third paragraph, the one beginning,
13 "My intentions..." Is that yourself?

14 A Yes.

15 Q What does that paragraph discuss?

16 A It discusses forming a Sub S corporation with the
17 children of Mr. Dille. It's more or less telling him how
18 this would be structured.

19 Q Would you read the next paragraph to yourself, Mr.
20 Hicks?

21 A Yes.

22 Q There is a reference in the first line of that
23 paragraph to a selling agreement. Is that the joint sales
24 agreement you have been referring to?

25 A That would be my interpretation of the joint sales

1 agreement, that's right.

2 Q In the last sentence of the paragraph you were
3 indicating your desire to see the JSA continue?

4 A Yes.

5 Q In the last paragraph you request if your interest
6 is acceptable to Mr. Booth, that other documents, contracts
7 and other agreements specifically be forwarded to you.

8 Do you recall whether or not eventually you got
9 anything from Mr. Booth or any of his representatives?

10 A I really -- I don't remember how soon I received
11 or what I received. I think Mr. Ritter got back into the
12 picture at that time because he was, I think, the agent for
13 Mr. Booth. I think we had some conversation, but I don't
14 recall the details of that.

15 Q At this point, on September 2nd, had you seen any
16 of the what I'll call the deal documents relating to Mr.
17 Dille's negotiations with Mr. Booth?

18 A No, I had not.

19 Q Had you seen the joint sales agreement itself
20 apart from Mr. Dille's sketch of how it worked?

21 A No.

22 Q Had you seen any documents concerning WRBR at this
23 point?

24 A No.

25 Q Other than what Mr. Ritter had sent you